

UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA

*IN RE PORK ANTITRUST LITIGATION*

This Document Relates To:  
ALL COMMERCIAL AND  
INSTITUTIONAL INDIRECT  
PURCHASER PLAINTIFF ACTIONS

Case No. 0:18-cv-01776-JRT-HB

**DEFENDANT TRIUMPH FOODS,  
LLC’S ANSWER AND AFFIRMATIVE  
DEFENSES TO COMMERCIAL AND  
INSTITUTIONAL INDIRECT  
PURCHASER PLAINTIFFS’ THIRD  
AMENDED AND CONSOLIDATED  
CLASS ACTION COMPLAINT**

**JURY TRIAL DEMANDED**

Defendant Triumph Foods, LLC (“Triumph”), by and through its undersigned counsel, respectfully submits its Answer and Affirmative Defenses to Commercial and Institutional Indirect Purchaser Plaintiffs’ Third Amended and Consolidated Class Action Complaint, Dkt. 432:<sup>1</sup>

**I. NATURE OF ACTION**

1. Paragraph 1 contains legal conclusions and/or Plaintiffs’ general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 1 and therefore denies the same.

2. Paragraph 2 contains legal conclusions and/or Plaintiffs’ general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 2.

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<sup>1</sup> “Plaintiffs” refers collectively to each of the named plaintiffs identified in ¶¶ 14-23 of this Complaint.

3. Paragraph 3 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph states that any Agri Stats reports speak for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 3 and therefore denies the same.

4. Paragraph 4 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph states that any Agri Stats reports speak for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 4 and therefore denies the same.

5. Triumph denies the allegations in Paragraph 5.

6. Paragraph 6 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 6.

7. Paragraph 7 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 7.

## **II. JURISDICTION AND VENUE**

8. Triumph admits that Plaintiffs seek damages, restitution, treble damages, disgorgement, other monetary relief, injunctive and other equitable relief under various state antitrust, consumer protection and unfair trade practices laws, and state unjust enrichment laws as well as costs of suit, including reasonable attorneys' fees, but denies that Plaintiffs state a

claim and/or are entitled to any of the relief, requested or otherwise. Triumph denies any remaining allegations in Paragraph 8.

9. Triumph does not dispute the Court's jurisdiction over the subject matter of this action.

10. Triumph does not dispute that venue is appropriate in this District.

11. Triumph does not dispute that it is personally subject to the Court's jurisdiction, or the allegations in Paragraphs 11(a) and 11(c), but Triumph denies the allegations in Paragraph 11(b) and 11(d), as well as any remaining allegations in Paragraph 11.

12. Paragraph 12 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 12.

13. Paragraph 13 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 13.

### **III. PARTIES**

14. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 14 and therefore denies the same.

15. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 15 and therefore denies the same.

16. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 16 and therefore denies the same.

17. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 17 and therefore denies the same.

18. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 18 and therefore denies the same.

19. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 19 and therefore denies the same.

20. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 20 and therefore denies the same.

21. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 21 and therefore denies the same.

22. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 22 and therefore denies the same.

23. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 23 and therefore denies the same.

24. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 24 and therefore denies the same.

25. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 25 and therefore denies the same.

26. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 26 and therefore denies the same.

27. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 27 and therefore denies the same.

28. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 28 and therefore denies the same.

29. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 29 and therefore denies the same.

30. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 30 and therefore denies the same.

31. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 31 and therefore denies the same.

32. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 32 and therefore denies the same.

33. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 33 and therefore denies the same.

34. Triumph admits that it is a limited-liability company headquartered in St. Joseph, Missouri, but otherwise denies the allegations in Paragraph 34.

35. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 35 and therefore denies the same.

36. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 36 and therefore denies the same.

37. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 37 and therefore denies the same.

#### **IV. FACTUAL ALLEGATIONS**

38. Paragraph 38 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 38.

39. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 39 and therefore denies the same.

40. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 40 and therefore denies the same.

41. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 41 and therefore denies the same.

42. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 42 and therefore denies the same.

43. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 43 and therefore denies the same.

44. Paragraph 44 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 44 and therefore denies the same.

45. Triumph states that the journal article referenced in Paragraph 45 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 45 and therefore denies the same.

46. Triumph states that the journal article referenced in Paragraph 46 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 46 and therefore denies the same.

47. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 47 and therefore denies the same.

48. Paragraph 48 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 48.

49. Paragraph 49 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 49.

50. Paragraph 50 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph admits that it was subscriber to certain Agri Stats reports but is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 50 and therefore denies the same.

51. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 51 and therefore denies the same.

52. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 52 and therefore denies the same.

53. Paragraph 53 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph states that any Agri Stats reports speak for themselves and are the best evidence of their contents, and otherwise denies the allegations in Paragraph 53.

54. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 54, because hog production practices vary greatly within the commercial hog industry and among individual producers, and therefore denies the same.

55. Triumph states that any Agri Stats presentation speaks for itself and is the best evidence of its contents, and otherwise denies the allegations in Paragraph 55.

56. Paragraph 56 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 56 and therefore denies the same.

57. Paragraph 57 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 57.

58. Paragraph 58 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 58 and therefore denies the same.

59. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 59 and therefore denies the same.

60. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 60 and therefore denies the same.

61. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 61 and therefore denies the same.

62. Triumph states that the publication referenced in Paragraph 62 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 62 and therefore denies the same.

63. Paragraph 63 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 63.

64. Triumph states that any Agri Stats reports speak for themselves and are the best evidence of their contents, and otherwise denies the allegations in Paragraph 64.

65. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 65 and therefore denies the same.

66. Triumph states that any Agri Stats reports speak for themselves and are the best evidence of their contents, and otherwise denies the allegations in Paragraph 66.

67. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 67 and therefore denies the same.

68. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 68 and therefore denies the same.

69. Paragraph 69 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 69.

70. Triumph states that the article referenced in Paragraph 70 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 70 and therefore denies the same.

71. Paragraph 71 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 71 and therefore denies the same.

72. Paragraph 72 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 72 and therefore denies the same.

73. Paragraph 73 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 73, because hog production practices vary greatly within the commercial hog industry and among individual producers, and therefore denies the same.

74. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 74, because hog production practices vary greatly within the commercial hog industry and among individual producers, and therefore denies the same.

75. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 75, because hog production practices vary greatly within the commercial hog industry and among individual producers, and therefore denies the same.

76. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 76 and therefore denies the same.

77. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 77 and therefore denies the same.

78. Triumph states that the public filings referenced in Paragraph 78 speak for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 78 and therefore denies the same.

79. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 79 and therefore denies the same.

80. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 80 and therefore denies the same.

81. Triumph denies the allegations in Paragraph 81.

82. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 82 and therefore denies the same.

83. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 83 and therefore denies the same.

84. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 84 and therefore denies the same.

85. Paragraph 85 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 85 insofar as they pertain to Triumph, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 85 and therefore denies the same.

86. Triumph states that alleged USDA statement(s) referenced in Paragraph 86 speak for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 86 and therefore denies the same.

87. Paragraph 87 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the

allegations in Paragraph 87, because hog production practices vary greatly within the commercial hog industry and among individual producers, and therefore denies the same.

88. Paragraph 88 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 88 and therefore denies the same.

89. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 89 and therefore denies the same.

90. Paragraph 90 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 90 and therefore denies the same.

91. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 91 and therefore denies the same.

92. Paragraph 92 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 92 and therefore denies the same.

93. Paragraph 93 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 93 and therefore denies the same.

94. Paragraph 94 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 94.

95. Paragraph 95 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 95 and therefore denies the same.

96. Paragraph 96 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 96 and therefore denies the same.

97. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 97 and therefore denies the same.

98. Paragraph 98 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 98 and therefore denies the same.

99. Paragraph 99 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 99, because hog production practices vary greatly within the commercial hog industry and among individual producers, and therefore denies the same.

100. Paragraph 100 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 100 and therefore denies the same.

101. Paragraph 101 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 101 and therefore denies the same.

102. Paragraph 102 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 102 and therefore denies the same.

103. Paragraph 103 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph admits that the Pork Checkoff was legislatively adopted by Congress and operates under the auspices of the USDA. Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 103 and therefore denies the same.

104. Paragraph 104 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph admits that the Pork Checkoff was legislatively adopted by Congress and operates under the auspices of the USDA. Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 104 and therefore denies the same.

105. Triumph states that the website referenced in Paragraph 105 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 105 and therefore denies the same.

106. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 106 and therefore denies the same.

107. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 107 and therefore denies the same.

108. Triumph states that the websites referenced in Paragraph 108 speak for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 108 and therefore denies the same.

109. Paragraph 109 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 109.

110. Triumph states that the alleged *AgriMarketing* article referenced Paragraph 110 is the best evidence of its contents and speaks for itself, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 110 and therefore denies the same.

111. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 111 and therefore denies the same.

112. Triumph states that the alleged website referenced in Paragraph 112 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient

knowledge or information to admit or deny the allegations in Paragraph 112 and therefore denies the same.

113. Triumph states that the alleged website referenced in Paragraph 113 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 113 and therefore denies the same.

114. Triumph admits that it has been a member of AMI and then NAMI and, that Mark Campbell and Rick Hoffman have served on the Boards of Directors of AMI and/or NAMI, but Triumph is without sufficient knowledge or information to admit or deny the remaining allegations in Paragraph 114 and therefore denies the same.

115. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 115 and therefore denies the same.

116. Triumph states that the alleged website referenced in Paragraph 116 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 116 and therefore denies the same.

117. Triumph states that the alleged presentation descriptions referenced in Paragraph 117 speaks for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 117 and therefore denies the same.

118. Triumph states that the alleged website referenced in Paragraph 118 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient

knowledge or information to admit or deny the allegations in Paragraph 118 and therefore denies the same.

119. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 119 and therefore denies the same.

120. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 120 and therefore denies the same.

121. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 121 and therefore denies the same.

122. Triumph states that the alleged promotional materials referenced in Paragraph 122 speak for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the remaining allegations in Paragraph 122 and therefore denies the same.

123. Paragraph 123 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 123 and therefore denies the same.

124. Paragraph 124 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 124 and therefore denies the same.

125. Paragraph 125 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph states that the alleged article referenced in Paragraph 125 speaks for itself and

is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 125 and therefore denies the same.

126. Paragraph 126 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 126 and therefore denies the same.

127. Paragraph 127 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 127.

128. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 128 and therefore denies the same.

129. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 129 and therefore denies the same.

130. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 130 and therefore denies the same.

131. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 131 and therefore denies the same.

132. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 132 and therefore denies the same.

133. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 133 and therefore denies the same.

134. Triumph denies the allegations in Paragraph 134.

135. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 135 and therefore denies the same.

136. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 136 and therefore denies the same.

137. Paragraph 137 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 137.

138. Paragraph 138 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 138 and therefore denies the same.

139. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 139 and therefore denies the same.

140. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 140 and therefore denies the same.

141. Paragraph 141 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 141 and therefore denies the same.

142. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 142 and therefore denies the same.

143. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 143 and therefore denies the same.

144. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 144 and therefore denies the same.

145. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 145 and therefore denies the same.

146. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 146 and therefore denies the same.

147. Triumph states that the public filing referenced in Paragraph 147 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 147 and therefore denies the same.

148. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 148 and therefore denies the same.

149. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 149 and therefore denies the same.

150. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 150 and therefore denies the same.

151. Triumph states that the alleged article referenced Paragraph 151 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 151 and therefore denies the same.

152. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 152 and therefore denies the same.

153. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 153 and therefore denies the same.

154. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 154 and therefore denies the same.

155. Paragraph 155 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 155 and therefore denies the same.

156. Paragraph 156 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 156 and therefore denies the same.

157. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 157 and therefore denies the same.

158. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 158 and therefore denies the same.

159. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 159 and therefore denies the same.

160. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 160 and therefore denies the same.

161. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 161 and therefore denies the same.

162. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 162 and therefore denies the same.

163. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 163 and therefore denies the same.

164. Paragraph 164 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 164 and therefore denies the same.

165. Paragraph 165 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations, as well as any remaining allegations in in Paragraph 165.

166. The alleged publication referenced in Paragraph 166 speaks for itself and it the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 166 and therefore denies the same.

167. Paragraph 167 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph states that the citations referenced in Paragraph 167 speak for themselves and are the best evidence of their contents, and Triumph otherwise denies the allegations in Paragraph 167.

168. Paragraph 168 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 168 and therefore denies the same.

169. Paragraph 169 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph states that USDA publications referenced in the SAC speak for themselves and are the best evidence of their contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 169 and therefore denies the same.

170. Paragraph 170 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 170 and therefore denies the same.

171. Paragraph 171 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 171 and therefore denies the same.

172. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 172 and therefore denies the same.

173. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 173 and therefore denies the same.

174. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 174 and therefore denies the same.

175. Paragraph 175 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is

required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 175 and therefore denies the same.

176. Paragraph 176 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 176 and therefore denies the same.

177. Paragraph 177 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 177 and therefore denies the same.

178. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 178 and therefore denies the same.

179. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 179 and therefore denies the same.

180. Triumph states that the alleged Bureau of Labor Statistics data referenced in Paragraph 180 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 180 and therefore denies the same.

181. Triumph states that the alleged Bureau of Labor Statistics data referenced in Paragraph 181 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 181 and therefore denies the same.

182. Triumph states that the alleged Bureau of Labor Statistics data referenced in Paragraph 182 speaks for itself and is the best evidence of its contents, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 182 and therefore denies the same.

183. Paragraph 183 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph states that the alleged Bureau of Labor Statistics data referenced in Paragraph 183 speaks for itself and is the best evidence of its contents, and Triumph otherwise denies the allegations in Paragraph 183.

184. Paragraph 184 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 184.

185. Paragraph 185 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 185.

186. Paragraph 186 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 186.

187. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 187 and therefore denies the same.

188. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 188 and therefore denies the same.

189. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 189 and therefore denies the same.

190. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 190 and therefore denies the same.

191. Triumph states that the article referenced in Paragraph 191 speaks for itself and is the best evidence of its contents, and Triumph otherwise is without sufficient knowledge or information to admit or deny the allegations in Paragraph 191 and therefore denies the same.

192. Triumph otherwise is without sufficient knowledge or information to admit or deny the allegations in Paragraph 192 and therefore denies the same.

193. Paragraph 193 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 193.

194. Paragraph 194 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 194.

195. Paragraph 195 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 195.

## **V. CLASS ACTION ALLEGATIONS**

196. Triumph denies that this case can properly proceed as a class action, that the requirements of a class action are applicable, and that the class definition set forth in Paragraph 196 is appropriate or meets the requirements of the Federal Rules of Civil Procedure. Triumph therefore denies the allegations in Paragraph 196.

197. Triumph denies that this case can properly proceed as a class action, that the requirements of a class action are applicable, and that the class definition set forth in Paragraph 197 is appropriate or meets the requirements of the Federal Rules of Civil Procedure. Triumph therefore denies the allegations in Paragraph 197.

198. Triumph incorporates herein its responses to Paragraphs 196-97, *supra*, and denies any remaining allegations in Paragraph 198.

199. Triumph incorporates herein its responses to Paragraphs 196-97, *supra*, and denies any remaining allegations in Paragraph 199.

200. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 200 and therefore denies the same.

201. Triumph denies the allegations in Paragraph 201.

202. Triumph denies the allegations in Paragraph 202 insofar as they pertain to Triumph, and Triumph is otherwise without sufficient knowledge or information to admit or deny the allegations in Paragraph 202 and therefore denies the same.

203. Triumph is without sufficient knowledge or information to admit or deny the allegations in Paragraph 203 and therefore denies the same.

204. Triumph denies the allegations in Paragraph 204.

205. Triumph denies the allegations in Paragraph 205.

206. Triumph denies the allegations in Paragraph 206.

## **VI. ANTITRUST INJURY**

207. Paragraph 207 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 207.

208. Paragraph 208 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 208.

209. Paragraph 209 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 209.

210. Paragraph 210 contains legal conclusions and/or Plaintiffs' general characterizations of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 210.

## **VII. CAUSES OF ACTION**

### **Count One**

#### **Violation of Sections 1 and 3 of the Sherman Act (on behalf of Plaintiffs and the Nationwide Class)**

211. Triumph incorporates by reference its responses set forth above as if fully set forth herein.

212. Paragraph 212 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 212.

213. Paragraph 213 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 213.

214. Paragraph 214 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 214.

215. Paragraph 215 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 215.

216. Paragraph 216 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 216.

217. Paragraph 217 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 217.

218. Paragraph 218 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 218.

219. Paragraph 219 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 219.

220. Paragraph 220 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 220.

## **Count Two**

### **Violation of State Antitrust Statutes** **(on behalf of Plaintiffs and the Damages Class)**

221. Triumph repeats the responses set forth above as if fully set forth herein, and each of the state-specific causes of action alleged below incorporates the responses as if fully set forth therein.

222. Paragraph 222 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 222.

223. Paragraph 223 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 223.

224. Paragraph 224 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 224.

225. Paragraph 225 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 225.

226. Paragraph 226 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 226.

227. Paragraph 227 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 227.

228. Paragraph 228 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 228.

229. Paragraph 229 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 229.

230. Paragraph 230 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 230.

231. Paragraph 231 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 231.

232. Paragraph 232 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 232.

233. Paragraph 233 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 233.

234. Paragraph 234 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 234.

235. Paragraph 235 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 235.

236. Paragraph 236 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 236.

237. Count Two, Paragraph 237, was dismissed by the Court on October 20, 2020 (Dkt. 520). Therefore, no response is required. To the extent a response is required, Triumph denies the allegations in Paragraph 237.

238. Paragraph 238 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 238.

239. Paragraph 239 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 239.

240. Paragraph 240 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 240.

241. Paragraph 241 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 241.

242. Paragraph 242 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 242.

243. Paragraph 243 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 243.

244. Paragraph 244 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 244.

245. Paragraph 245 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 245.

246. Paragraph 246 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 246.

247. Paragraph 247 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 247.

248. Paragraph 248 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 248.

249. Paragraph 249 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 249.

250. Paragraph 250 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 250.

251. Paragraph 251 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 251.

252. Paragraph 252 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 252.

### **Count Three**

#### **Violation of State Consumer Protection Statutes (on Behalf of Plaintiffs and the Damages Class)**

253. Triumph repeats the responses set forth above as if fully set forth herein, and each of the state-specific causes of action alleged below incorporates the responses as if fully set forth therein.

254. Paragraph 254 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 254.

255. Paragraph 255 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 255.

256. Paragraph 256 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 256.

257. Paragraph 257 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 257.

258. Paragraph 258, was dismissed by the Court on October 20, 2020 (Dkt. 520). Therefore, no response is required. To the extent a response is required, Triumph denies the allegations in Paragraph 258.

259. Paragraph 259, was dismissed by the Court on October 20, 2020 (Dkt. 520). Therefore, no response is required. To the extent a response is required, Triumph denies the allegations in Paragraph 259.

260. Paragraph 260 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 260.

261. Paragraph 261, was dismissed by the Court on October 20, 2020 (Dkt. 520). Therefore, no response is required. To the extent a response is required, Triumph denies the allegations in Paragraph 261.

262. Paragraph 262 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 262.

263. Paragraph 263, was dismissed by the Court on October 20, 2020 (Dkt. 520). Therefore, no response is required. To the extent a response is required, Triumph denies the allegations in Paragraph 263.

264. Paragraph 264 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 264.

265. Paragraph 265 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 265.

266. Paragraph 266 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 266.

267. Paragraph 267, was dismissed by the Court on October 20, 2020 (Dkt. 520). Therefore, no response is required. To the extent a response is required, Triumph denies the allegations in Paragraph 267.

268. Paragraph 268 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 268.

269. Paragraph 269 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 269.

270. Paragraph 270 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 270.

#### **Count Four**

#### **Unjust Enrichment** **(on behalf of Plaintiffs and the Damages Class)**

271. Triumph incorporates by reference its responses in the preceding paragraphs.

272. Paragraph 272 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 272.

273. Paragraph 273 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 273.

274. Paragraph 274 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 274.

275. Paragraph 275 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 275.

276. Paragraph 276 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 276.

277. Paragraph 277 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 277.

278. Paragraph 278 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 278.

279. Paragraph 279 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 279.

280. Paragraph 280 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 280.

281. Paragraph 281 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 281.

282. Paragraph 282 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 282.

283. Paragraph 283 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 283.

284. Paragraph 284 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 284.

285. Paragraph 285 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 285.

286. Paragraph 286 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 286.

287. Paragraph 287 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 287.

288. Paragraph 288 contains legal conclusions and/or Plaintiffs' recitation of the purported elements of their claims, such that no response is required, but to the extent a response is required, Triumph denies the allegations in Paragraph 288.

#### **VIII. RELIEF SOUGHT**

289. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

290. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

291. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

292. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

293. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

294. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

295. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

296. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

297. Triumph denies that Plaintiffs are entitled to any of the relief sought herein or otherwise.

### **IX. JURY TRIAL DEMANDED**

298. Triumph demands a jury trial on all issues so triable.

### **AFFIRMATIVE DEFENSES**

Triumph states the following defenses to the claims against Triumph in the Commercial and Institutional Indirect Purchaser Plaintiffs' Third Amended and Consolidated Class Action Complaint, Dkt. 432.

1. Plaintiffs lack standing under *Illinois Brick v. State of Illinois*, 431 U.S. 720 (1977).
2. Plaintiffs fail to state a claim upon which relief may be granted.
3. To the extent Plaintiffs seek compensatory damages, penalties, punitive damages, exemplary damages, attorneys' fees and expenses, and other monetary relief from Triumph, any such recovery is so grossly excessive and inequitable that it would violate the Due Process Clause of the Fifth and Fourteenth Amendments of the United States Constitution.
4. Triumph has not engaged in any behavior that it knew or could reasonably have foreseen would ever be found to be improper under the federal law alleged by Plaintiffs, and therefore neither actual nor treble damages may be awarded against Triumph.

5. Plaintiffs' claims are barred, in whole or in part, by the applicable statute of limitations and/or laches.

6. Plaintiffs' claims are barred, in whole or in part, by waiver, ratification, and/or estoppel.

7. To the extent Plaintiffs claim that Triumph fraudulently concealed any actions, Plaintiffs have not alleged such fraud with the particularity required by Federal Rule of Civil Procedure 9(b).

8. Plaintiffs' claims are barred, in whole or in part, because any alleged anti-competitive effects of the conduct alleged by Plaintiffs do not outweigh the pro-competitive benefits.

9. Plaintiffs' claims are barred, in whole or in part, because Triumph's conduct did not cause harm to competition in any relevant market.

10. Plaintiffs' claims are barred, in whole or in part, because Triumph acted unilaterally, in furtherance of its independent business interests.

11. Plaintiffs' claims are barred, in whole or in part, because any contracts or agreements between Triumph and any other person were lawful business arrangements and cannot support a claim that Triumph engaged in any unlawful conspiracy.

12. Plaintiffs' claims are barred, in whole or in part, because they did not suffer antitrust injury.

13. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs' claimed injuries and damages were not legally or proximately caused by any act or omission of Triumph, or were caused, if at all, by the conduct of third parties, including, without limitation, the previous, intervening, or superseding conduct of such third parties.

14. To the extent Plaintiffs have sustained damages, if any, they have failed to mitigate those damages and are therefore barred from recovering damages in whole or in part.

15. Plaintiffs' damages claims are barred, in whole or in part, because they have suffered no damages or because the damages they seek are speculative and uncertain.

16. Plaintiffs' claims are barred, in whole or in part, because of a failure to join necessary and/or indispensable parties.

17. Plaintiffs' claims are barred, in whole or in part, because Triumph did not act knowingly, willfully, or intentionally.

18. Plaintiffs' claims are barred, in whole or in part, by the doctrines of *in pari delicto*, involvement, participation, equal involvement, complete involvement, and unclean hands.

19. Triumph adopts by reference any applicable defense pleaded by any other Defendant that is not otherwise expressly set forth in this Answer.

20. In stating these affirmative defenses, Triumph does not concede that it has the burden of proof on any of the aforementioned defenses.

Dated: December 16, 2020

/s/ Gene Summerlin  
Gene Summerlin (*pro hac vice*)  
Marnie Jensen (*pro hac vice*)  
Ryann Glenn (*pro hac vice*)  
Kamron Hasan (*pro hac vice*)  
Sierra Faler (*pro hac vice*)  
HUSCH BLACKWELL LLP  
13330 California Street, Suite 200  
Omaha, NE 68154  
(402) 964-5000  
[Gene.summerlin@huschblackwell.com](mailto:Gene.summerlin@huschblackwell.com)  
[Marnie.jensen@huschblackwell.com](mailto:Marnie.jensen@huschblackwell.com)  
[Ryann.glenn@huschblackwell.com](mailto:Ryann.glenn@huschblackwell.com)  
[Kamron.hasan@huschblackwell.com](mailto:Kamron.hasan@huschblackwell.com)  
[Sierra.Faler@huschblackwell.com](mailto:Sierra.Faler@huschblackwell.com)

And

Aaron Chapin (#6292540)  
HUSCH BLACKWELL LLP  
120 South Riverside Plaza, Suite 2200  
Chicago, IL 60606  
(312) 655-1500  
[Aaron.chapin@huschblackwell.com](mailto:Aaron.chapin@huschblackwell.com)

*Counsel for Triumph Foods, LLC*

**CERTIFICATE OF SERVICE**

I hereby certify that on this 16th day of December 2020, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system, which sent notification to all counsel of record.

/s/ Gene Summerlin